

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>CROSS RIVER CAPITAL MANAGEMENT LLC</u> (Last) (First) (Middle) 31 BAILEY AVENUE UNIT D (Street) RIDGEFIELD CT 06877 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 05/03/2019	3. Issuer Name and Ticker or Trading Symbol <u>Francesca's Holdings CORP [FRAN]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$.01 per share	3,425,188	D ⁽¹⁾	
Common Stock, par value \$.01 per share	3,425,188	I	See Footnote ⁽²⁾
Common Stock, par value \$.01 per share	146,000	D ⁽³⁾	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				

1. Name and Address of Reporting Person* <u>CROSS RIVER CAPITAL MANAGEMENT LLC</u> (Last) (First) (Middle) 31 BAILEY AVENUE UNIT D (Street) RIDGEFIELD CT 06877 (City) (State) (Zip)		

1. Name and Address of Reporting Person*		
<u>Cross River Management LLC</u>		
(Last)	(First)	(Middle)
31 BAILEY AVENUE UNIT D		
(Street)		
RIDGEFIELD	CT	06877
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
<u>Cross River Partners LP</u>		
(Last)	(First)	(Middle)
C/O CROSS RIVER CAPITAL MANAGEMENT LLC 31 BAILEY AVENUE, UNIT D		
(Street)		
RIDGEFIELD	CT	06877
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
<u>MURPHY RICHARD</u>		
(Last)	(First)	(Middle)
C/O CROSS RIVER CAPITAL MANAGEMENT LLC 31 BAILEY AVENUE, UNIT D		
(Street)		
RIDGEFIELD	CT	06877
(City) (State) (Zip)		

Explanation of Responses:

- The reported securities are directly owned by Cross River Partners LP.
- The reported securities are directly owned by Cross River Partners LP (the "Partnership"), and may be deemed to be indirectly beneficially owned by: (i) Cross River Capital Management LLC, as the general partner of the Partnership (the "General Partner"); (ii) Cross River Management LLC, as the investment manager of the Partnership (the "Investment Manager"); and (iii) Richard Murphy, as the managing member of both the General Partner and the Investment Manager. The Reporting Persons disclaim beneficial ownership of the reported securities except to the extent of his or its pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.
- The reported securities are directly owned by Richard Murphy in his personal capacity.

Cross River Capital
Management LLC By: /s/
Richard Murphy, Managing
Member 05/15/2019

Cross River Management LLC
By: /s/ Richard Murphy,
Managing Member 05/15/2019

Cross River Partners LP By: /s/
Richard Murphy, Managing
Member of Cross River
Capital Management LLC, its
General Partner 05/15/2019

/s/ Richard Murphy 05/15/2019

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.